

*Keith M. Lundin*

Keith M. Lundin  
U.S. Bankruptcy Judge

Dated: 10/13/06



IN THE UNITED STATES BANKRUPTCY COURT FOR THE  
MIDDLE DISTRICT OF TENNESSEE

IN RE:	)	
	)	
1POINT SOLUTIONS, LLC,	)	CASE NO. 306-05400
	)	Chapter 11
Debtor.	)	Judge Lundin
	)	
JOHN C. MCLEMORE, TRUSTEE,	)	
	)	
Plaintiff,	)	
	)	
vs.	)	ADV. NO. 306-0426
	)	
BARRY STOKES,	)	
	)	
Defendant.	)	

**ORDER FOR RELIEF AND FOR APPOINTMENT OF A TRUSTEE**

In this adversary proceeding, John C. McLemore, Chapter 11 trustee for 1Point Solutions, LLC, seeks "substantive consolidation" with Barry R. Stokes. After the filing of this complaint, an "Agreed Judgment for Substantive Consolidation" was submitted in which Barry R. Stokes consents to entry of an order for relief and to "substantive consolidation" with the Chapter 11 case of 1Point Solutions, LLC. That Agreed Judgment is attached as Exhibit 1 to this order.

The court interprets the Agreed Judgment as consent by Barry R. Stokes to entry of an order for relief under Chapter 11 against Barry R. Stokes personally and to consent by Barry R. Stokes to appointment of a Chapter 11 trustee. The issue of "substantive consolidation" of the Barry R. Stokes Chapter 11 case and the 1Point Solutions, LLC Chapter 11 case will be addressed at such time as proper notice and opportunity to object has been provided.

Accordingly, IT IS ORDERED:

1. This court has jurisdiction pursuant to 11 U.S.C. § 1334. This is an action arising in and relating to a case under 28 U.S.C. § 157(a). This is a core proceeding.
2. An order for relief under Chapter 11 of the Bankruptcy Code is entered against Barry R. Stokes personally.
3. The Chapter 11 estates of 1Point Solutions, LLC, and Barry R. Stokes are consolidated for purposes of administration.

4. The United States Trustee shall immediately appoint a Chapter 11 trustee in the Barry R. Stokes Chapter 11 case.

IT IS SO ORDERED.

*This order was signed and entered electronically as indicated  
at the top of the first page.*

**EXHIBIT 1**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE MIDDLE DISTRICT OF TENNESSEE  
NASHVILLE DIVISION**

IN RE:	)	
	)	
1POINT SOLUTIONS, LLC,	)	Case No. 3:06-05400
	)	Judge Keith M. Lundin
Debtor.	)	Chapter 11
_____	)	
	)	
JOHN C. MCLEMORE, Trustee,	)	
	)	
Plaintiff,	)	
v.	)	Adv. Proc. No. 3:06-00426
	)	
BARRY STOKES,	)	
	)	
Defendant.	)	

**AGREED JUDGMENT FOR SUBSTANTIVE CONSOLIDATION**

This matter is before the Court upon the Complaint for Substantive Consolidation (the "Complaint") filed by John C. McLemore (the "Trustee") in his capacity as Chapter 11 Trustee for 1Point Solutions, LLC (the "Debtor") against Barry Stokes ("Stokes"). It appearing to the Court, as evidenced by the signatures below, that Stokes and the Trustee consent to the entry of this Agreed Judgment for Substantive Consolidation, it is therefore

**ORDERED, ADJUDGED AND DECREED as follows:**

14905N:061594:694526:1:NASHVILLE

1. This Court has jurisdiction over this matter pursuant to 11 U.S.C. § 1334. Venue is found in 28 U.S.C. § 1409. This is an action arising in and relating to a case under 28 U.S.C. § 157(a). It is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A) (matters concerning administration of the estate) and § 157(b)(2)(O) (other proceeding affecting the liquidation of assets of the estate). This Court has jurisdiction to order substantive consolidation pursuant to its equitable powers. 11 U.S.C. § 105(a).

2. Judgment is hereby entered against Stokes for the purpose of substantively consolidating the Debtor and Stokes in this bankruptcy proceeding.

3. Stokes acknowledges that service of process of the Complaint was proper and waives any argument that service of process was improper or insufficient.

4. The parties agree that the Trustee is likely to prevail on the merits.

5. The parties agree that given the losses incurred by 1Point, the benefit of substantive consolidation far outweighs any detriment to Stokes.

6. The case shall be styled: In re: 1Point Solutions, LLC and Barry Stokes, Bk No. 3:06-05400 (Substantively Consolidated).

7. A separate Order for relief under this style shall issue for Barry Stokes.

So Ordered.

*This order was signed and entered electronically as indicated at the top of the first page.*

APPROVED FOR ENTRY:



John C. McLemore, Trustee ([jmclmore@gmwpllc.com](mailto:jmclmore@gmwpllc.com))

Robert M. Garfinkle ([rgarfinkle@gmwpllc.com](mailto:rgarfinkle@gmwpllc.com))

Garfinkle, McLemore & Walker, PLLC

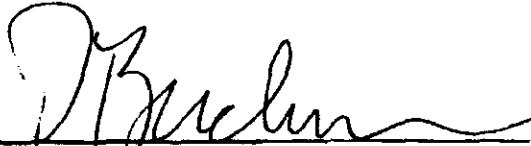
2000 Richard Jones Road, Suite 250

Nashville, Tennessee 37215-8249

615.383.9495

Fax: 615.292.9848

ATTORNEYS FOR TRUSTEE



Paul N. Buchanan

2201 Double Creek, Suite 5002

Round Rock, Texas 78664

[paulnbuchanan@yahoo.com](mailto:paulnbuchanan@yahoo.com)

ATTORNEY FOR BARRY STOKES



Barry Stokes, Individually

774 Blakemore Road

Dickson, Tennessee 37055-3900